

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA**

LAKE FOREST PARTNERS, L.P., and MARY)	Civil Action No. 2:12-cv-00999-AJS
ANASTASIA LAPIC, for themselves and all)	
others similarly situated,)	
)	
Plaintiffs,)	
vs.)	<i>Electronically Filed</i>
)	
SPRINT COMMUNICATIONS COMPANY)	
L.P., QWEST COMMUNICATIONS)	
COMPANY, LLC, LEVEL 3)	
COMMUNICATIONS, LLC, and WILTEL)	
COMMUNICATIONS, LLC,)	
)	
Defendants.)	

**JOINT MOTION FOR FINAL APPROVAL OF CLASS-ACTION SETTLEMENT AND
FOR AWARD OF ATTORNEYS' FEES AND EXPENSES TO SETTLEMENT CLASS
COUNSEL AND INCENTIVE AWARD TO CLASS REPRESENTATIVES**

Plaintiffs respectfully move the Court under Federal Rule of Civil Procedure 23(e) for final approval of this class-action Settlement, and under Rules 23(h) and 54(d)(2) for an award of attorneys' fees and expenses to Settlement Class Counsel and incentive compensation to the class representatives. The Settling Defendants join in the request for final approval and do not oppose the fee-award and incentive-compensation request. The grounds for the motion are set forth in the accompanying Plaintiffs' memorandum of law in support. The Court has scheduled a fairness hearing on June 17, 2013 at 9:00 a.m. at which it will consider the relief requested in the motion.

Dated this 16th day of May, 2013.

Respectfully submitted,

s/Eric E. Caugh

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CERTIFICATE OF SERVICE

I hereby certify that on May 16, 2013, I electronically filed the foregoing with the Clerk of Court using the CM/ECF system, which will send notification of such filing to all counsel of record.

s/Eric E. Caugh

Eric E. Caugh

Attorney for Plaintiffs Lake Forest Partners, L.P.
and Mary Anastasia Lapic